

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

----- X
GOTTBETTER CAPITAL MASTER, LTD., : 07 CV 11374 (GEL)

Plaintiff, :

-against- :

CHARYS HOLDING COMPANY, INC. :

Defendant. :
----- X

NOTICE OF BANKRUPTCY

TO THE COURT, ALL PARTIES AND THEIR ATTORNEYS OF RECORD:

PLEASE BE ADVISED that on February 14, 2008, defendant CHARYS HOLDING COMPANY, INC. ("CHARYS"), filed a voluntary petition under Chapter 11 of title 11 of the United States Code (the "Bankruptcy Code"), captioned *In re Charys Holding Company, Inc.*, jointly administered, Case No. 08 10289 (BLS), in the United States Bankruptcy Court for the District of Delaware.


PLEASE BE FURTHER ADVISED that the above-captioned action has been automatically stayed. Pursuant to section 362 of the Bankruptcy Code, the filing of the bankruptcy petition automatically stays, "the commencement or continuation, including the issuance or employment of process, of a judicial, administrative, or other action or proceeding against the debtor that was or could have been commenced before the commencement of the case

under [chapter 11], or to recover a claim against the debtor that arose before the commencement of the case under [chapter 11].” 11 U.S.C. § 362(a)(1).

Dated: New York, New York
February 19, 2008

Respectfully submitted,

CONDON & FORSYTH LLP

By 
Stephen J. Fearon - SF 8740
sfearon@condonlaw.com
Bartholomew J. Banino – BB 4164
bbanino@condonlaw.com
7 Times Square
New York, New York 10036
(212) 490-9100
Attorneys for Defendant
CHARYS HOLDING COMPANY, INC.

To: Nathan A. Goldberg, Esq.
Sullivan & Worcester, LLP
1290 Avenue of the Americas
New York, New York 10104
Attorneys for Plaintiff
GOTTBETTER CAPITAL MASTER, LTD.

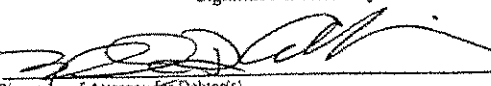
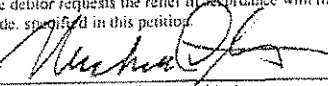
Exhibit “A”

Official Form 1 (1/08)

United States Bankruptcy Court District of Delaware		Voluntary Petition
Name of Debtor (if individual enter Last, First, Middle): Charys Holding Company, Inc.		Name of Joint Debtor (Spouse) (Last, First, Middle): N/A
All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names): Rogers Hardware and Lumber Company; Spiderboy International Incorporated		All Other Names used by the Joint Debtor in the last 8 years (include married, maiden, and trade names): N/A
Last four digits of Social-Security No./Complete EIN or other Tax-I D No. (if more than one, state all): EIN # 54-2152284		Last four digits of Social-Security No./Complete EIN or other Tax-I D No. (if more than one, state all): N/A
Street Address of Debtor (No. and Street, City, and State): 1117 Perimeter Center West, Suite N415, Atlanta, GA		Street Address of Joint Debtor (No. and Street, City, and State): N/A
ZIP CODE 30338		ZIP CODE
County of Residence or of the Principal Place of Business: Fulton		County of Residence or of the Principal Place of Business: N/A
Mailing Address of Debtor (if different from street address): N/A		Mailing Address of Joint Debtor (if different from street address): N/A
ZIP CODE		ZIP CODE
Location of Principal Assets of Business Debtor (if different from street address above): N/A		ZIP CODE
Type of Debtor (Form of Organization) (Check one box) <input type="checkbox"/> Individual (includes Joint Debtors) <i>See Exhibit D on page 2 of this form</i> <input checked="" type="checkbox"/> Corporation (includes LLC and LLP) <input type="checkbox"/> Partnership <input type="checkbox"/> Other (If debtor is not one of the above entities, check this box and state type of entity below) 	Nature of Business (Check one box) <input type="checkbox"/> Health Care Business <input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101 (51B) <input type="checkbox"/> Railroad <input type="checkbox"/> Stockbroker <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Clearing Bank <input checked="" type="checkbox"/> Other <u>Holding Company</u> <input type="checkbox"/> Tax-Exempt Entity (Check box, if applicable) <input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code)	Chapter of Bankruptcy Code Under Which the Petition is Filed (Check one box) <input type="checkbox"/> Chapter 7 <input type="checkbox"/> Chapter 9 <input checked="" type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Chapter 13 <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding Nature of Debts (Check one box) <input type="checkbox"/> Debts are primarily consumer debts, defined in 11 U.S.C. § 101(8) as "incurred by an individual primarily for a personal, family, or household purpose." <input checked="" type="checkbox"/> Debts are primarily business debts Chapter 11 Debtors Check one box: <input type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D) <input checked="" type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D) Check if: <input type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,190,000 Check all applicable boxes: <input type="checkbox"/> A plan is being filed with this petition <input type="checkbox"/> Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(B).
Filing Fee (Check one box) <input checked="" type="checkbox"/> Full Filing Fee attached <input type="checkbox"/> Filing Fee to be paid in installments (applicable to individuals only) Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b). See Official Form 3A. <input type="checkbox"/> Filing Fee waiver requested (applicable to Chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B.		
Statistical/Administrative Information- <input checked="" type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors. <input type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.		THIS SPACE IS FOR COURT USE ONLY
Estimated Number of Creditors <input type="checkbox"/> 1-49 <input type="checkbox"/> 50-99 <input type="checkbox"/> 100-199 <input checked="" type="checkbox"/> 200-999 <input type="checkbox"/> 1,000-9,999 <input type="checkbox"/> 10,000-24,999 <input type="checkbox"/> 25,000-49,999 <input type="checkbox"/> 50,000-99,999 <input type="checkbox"/> Over 100,000		
Estimated Assets (Consolidated with affiliates) <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input type="checkbox"/> \$1,000,001 to \$10 million <input type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input checked="" type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion		
Estimated Liabilities (Consolidated with affiliates) <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input type="checkbox"/> \$1,000,001 to \$10 million <input type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input checked="" type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion		

NY2-V1838371\1\13#HV151 DOC35041 0003

Voluntary Petition <i>(This page must be completed and filed in every case)</i>		Name of Debtor(s) Charys Holding Company, Inc.	
All Prior Bankruptcy Case Filed Within Last 8 Years (If more than two, attach additional sheet.)			
Location Where Filed: N/A		Case Number: N/A	Date Filed: N/A
Location Where Filed: N/A		Case Number: N/A	Date Filed: N/A
Pending Bankruptcy Case Filed by any Spouse, Partner or Affiliate of this Debtor (if more than one, attach additional sheet.)			
Name of Debtor: Crochet & Borel Services, Inc.		Case Number:	Date Filed: 2/14/2008
District: District of Delaware		Relationship: Affiliate	Judge:
Exhibit A (To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11.) <input checked="" type="checkbox"/> Exhibit A is attached and made a part of this petition		Exhibit B <small>(To be completed if debtor is an individual whose debts are primarily consumer debts)</small> NOT APPLICABLE I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I have delivered to the debtor the notice required by § 342(b). _____ Signature of Attorney for Debtor(s) Date	
Exhibit C Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety? <input type="checkbox"/> Yes, and Exhibit C is attached and made a part of this petition. <input checked="" type="checkbox"/> No (See Exhibit C attached hereto)			
Exhibit D NOT APPLICABLE (To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.) <input type="checkbox"/> Exhibit D completed and signed by the debtor is attached and made a part of this petition. If this is a joint petition: <input type="checkbox"/> Exhibit D also completed and signed by the joint debtor is attached and made a part of this petition.			
Information Regarding the Debtor - Venue (Check any applicable box.) <input checked="" type="checkbox"/> Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District. <input type="checkbox"/> There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District. <input type="checkbox"/> Debtor is a debtor in a foreign proceeding and has its principal place of business or principal assets in the United States in this District, or has no principal place of business or assets in the United States but is a defendant in an action or proceeding [in a federal or state court] in this District, or the interests of the parties will be served in regard to the relief sought in this District.			
Certification by a Debtor Who Resides as a Tenant of Residential Property NOT APPLICABLE <input type="checkbox"/> Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following.) _____ (Name of landlord that obtained judgment) _____ (Address of landlord) <input type="checkbox"/> Debtor claims that under applicable nonbankruptcy law, there are circumstances under which the debtor would be permitted to cure the entire monetary default that gave rise to the judgment for possession, after the judgment for possession was entered, and <input type="checkbox"/> Debtor has included with this petition the deposit with the court of any rent that would become due during the 30-day period after the filing of the petition. <input type="checkbox"/> Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(f))			

(Official Form 1) (1/08)		FORM B1, Page 3	
Voluntary Petition <i>(This page must be completed and filed in every case)</i>		Name of Debtor(s): Charys Holding Company, Inc.	
Signatures			
<p style="text-align: center;">Signature(s) of Debtor(s) (Individual/Joint)</p> <p>I declare under penalty of perjury that the information provided in this petition is true and correct. (If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7) I am aware that I may proceed under chapter 7, 11, 12 or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7. (If no attorney represents me and no bankruptcy petition preparer signs the petition) I have obtained and read the notice required by 11 U.S.C. § 342(b).</p> <p>I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.</p> <p>X _____ Signature of Debtor</p> <p>X _____ Signature of Joint Debtor</p> <p>_____ Telephone Number (if not represented by attorney)</p> <p>_____ Date</p>		<p style="text-align: center;">Signature of a Foreign Representative</p> <p>I declare under penalty of perjury that the information provided in this petition is true and correct, that I am the foreign representative of a debtor in a foreign proceeding, and that I am authorized to file this petition.</p> <p>(Check only one box.)</p> <p><input type="checkbox"/> I request relief in accordance with chapter 15 of title 11, United States Code. Certified copies of the documents required by 11 U.S.C. § 1515 are attached.</p> <p><input type="checkbox"/> Pursuant to 11 U.S.C. § 1511, I request relief in accordance with the chapter of title 11 specified in this petition. A certified copy of the order granting recognition of the foreign main proceeding is attached.</p> <p>X _____ (Signature of Foreign Representative)</p> <p>_____ (Printed Name of Foreign Representative)</p> <p>_____ Date</p>	
<p style="text-align: center;">Signature of Attorney*</p> <p>X  Signature of Attorney for Debtor(s)</p> <p><u>Mark D. Collins (No. 2981)</u> Printed Name of Attorney for Debtor(s)</p> <p><u>Richards, Layton & Finger, P.A.</u> Firm Name</p> <p><u>One Rodney Square, 920 North King Street</u> Address</p> <p><u>Wilmington, DE 19801</u></p> <p><u>(302) 651-7700</u> Telephone Number</p> <p><u>2/14/08</u> Date</p> <p><small>* In a case in which § 707(b)(4)(D) applies, this signature also constitutes a certification that the attorney has no knowledge after an inquiry that the information in the schedules is incorrect.</small></p>		<p style="text-align: center;">Signature of Non-Attorney Bankruptcy Petition Preparer</p> <p>I declare under penalty of perjury that: (1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; (2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(h), and 342(b); and (3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required in that section. Official Form 19B is attached.</p> <p>_____ Printed Name and title, if any, of Bankruptcy Petition Preparer</p> <p>_____ Social Security number (If the bankruptcy petition preparer is not an individual, state the Social Security number of the officer, principal, responsible person or partner of the bankruptcy petition preparer.) (Required by 11 U.S.C. § 110.)</p> <p>_____ Address</p> <p>X _____ Date</p> <p>Signature of bankruptcy petition preparer or officer, principal, responsible person, or partner whose Social Security number is provided above.</p> <p>Names and Social Security numbers of all other individuals who prepared or assisted in preparing this document unless the bankruptcy petition preparer is not an individual:</p> <p>If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.</p> <p><small>A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both. 11 U.S.C. § 110, 18 U.S.C. § 156.</small></p>	
<p style="text-align: center;">Signature of Debtor (Corporation/Partnership)</p> <p>I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor. The debtor requests the relief in accordance with the chapter of title 11, United States Code, specified in this petition.</p> <p>X  Signature of Authorized Individual</p> <p><u>Michael Oyster</u> Printed Name of Authorized Individual</p> <p><u>Chief Executive Officer</u> Title of Authorized Individual</p> <p><u>2/14/08</u> Date</p>		<p>_____ Date</p>	

IN THE UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE

-----X	
In re	: Chapter 11 Case No.
CHARYS HOLDING COMPANY, INC.,	: : _____ ()
Debtor.	: (Jointly Administered)
-----X	

**EXHIBIT 'A' TO VOLUNTARY PETITION OF CHARYS
HOLDING COMPANY, INC.¹**

1. If any of the Charys Holding Company, Inc.'s ("Charys Holding") securities are registered under Section 12 of the Securities and Exchange Act of 1934, the SEC file number is 000-18292.

2. The following financial data (which is consolidated among Charys Holding and its affiliates) is the latest available unaudited information and refers to the Debtor's condition as of October 31, 2007.

- | | | |
|----|---|---------------|
| a. | Total assets | \$245,000,000 |
| b. | Total debts | \$255,000,000 |
| c. | Debt securities held by more than 500 holders: | |
| i. | None | |
| d. | As of September 30, 2007 Charys Holding had 1,500,000 shares of preferred stock issued and outstanding. | |
| e. | As of September 30, 2007 Charys Holding had 54,837,254 shares of common stock issued and outstanding. | |

¹ The following financial data shall not constitute an admission of liability by the Debtor. The Debtor reserves all rights to assert that any debt or claim listed herein as liquidated or fixed is in fact a disputed claim or debt. The Debtor also reserves all rights to challenge the priority, nature, amount or status of a claim or debt.

3. Brief description of debtor's business

The Debtor, through its subsidiaries and affiliates, is primarily involved in the following lines of business: (i) remediation and reconstruction, and (ii) telecommunications infrastructure.

4. The following persons directly or indirectly own, control, or hold, with power to vote, 5% or more of the voting securities of Charys Holding:²

**Charys Holding Company, Inc.
5% Shareholders**

Shareholder Name	Number of Shares
Billy V. Ray, Jr.	1,000,000 shares of preferred stock. ³

² The determination that there were no other persons known to the Debtor to beneficially own 5% or more of the Charys Holding voting securities was based on a review of all statements filed with the U.S. Securities and Exchange Commission with respect to Charys Holding pursuant to Section 13(d) or 13(g) of the Securities Exchange Act of 1934, as amended, since the beginning of Charys Holding's fiscal year.

³ One share of preferred stock equals 250 shares of common stock for voting purposes.

IN THE UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE

-----X	
In re	: Chapter 11 Case No.
	:
CHARYS HOLDING COMPANY, INC.,	:
	: _____ ()
	:
Debtor.	: (Jointly Administered)
	:
-----X	

EXHIBIT 'C' TO VOLUNTARY PETITION

1. Identify and briefly describe all real or personal property owned by or in possession of the debtor that, to the best of the debtor's knowledge, poses or is alleged to pose a threat of imminent and identifiable harm to the public health or safety (attach additional sheets if necessary):

The Debtor does not believe it owns or possesses any real or personal property that poses or is alleged to pose a threat of imminent and identifiable harm to the public health or safety. To the extent the Debtor has an interest in such property, to the best of the Debtor's knowledge, the Debtor is in compliance with all applicable laws, including, without limitation, all environmental laws and regulations.

2. With respect to each parcel of real property or item of personal property identified in question 1, describe the nature and location of the dangerous condition, whether environmental or otherwise, that poses or is alleged to pose a threat of imminent and identifiable harm to the public health or safety (attach additional sheets if necessary):

The Debtor is not aware of any real or alleged dangerous conditions existing on or related to any real or personal property owned or possessed by the Debtor.

CERTIFICATE OF RESOLUTIONS

I, Michael Oyster, a duly authorized officer of Charys Holding Company, Inc., a Delaware Corporation (the "Company"), hereby certify that at a special meeting of the Board of Directors of the Company, duly called and held on February 14, 2008, the following resolutions were adopted and that said resolutions have not been modified or rescinded and are still in full force and effect on the date hereof:

RESOLVED, that, in the judgment of the Board, it is desirable and in the best interests of the Company, its creditors, stockholders, employees, and other interested parties that a petition be filed by the Company, seeking relief under the provisions of chapter 11 of title 11 of the United States Code (the "Bankruptcy Code").

RESOLVED, that each of the Chief Executive Officer, the Chief Financial Officer, and President (each such officer or designee being an "Authorized Person" and all being the "Authorized Persons") is hereby authorized and empowered, in the name and on behalf of the Company, to execute and verify petitions and amendments thereto under chapter 11 of the Bankruptcy Code (the "Chapter 11 Case") and to cause the same to be filed in the United States Bankruptcy Court for the District of Delaware at such time or in such other jurisdiction as such Authorized Person executing the same shall determine.

RESOLVED, that the law firm of Weil, Gotshal & Manges LLP is hereby engaged as attorneys for the Company under a general retainer in the Chapter 11 Case, subject to any requisite bankruptcy court approval.

RESOLVED, that AlixPartners, LLP is hereby engaged as financial advisor for the Company in the Chapter 11 Case, subject to any requisite bankruptcy court approval.

RESOLVED, that the law firm of Richards, Layton & Finger, a Delaware professional association, is hereby engaged as local counsel for the Company under a general retainer in the Chapter 11 Case, subject to any requisite bankruptcy court approval.

RESOLVED, that Michael Brenner is hereby engaged as special counsel for the Company under a general retainer in the Chapter 11 Case, subject to any requisite bankruptcy court approval.

RESOLVED, that each Authorized Person, and such other officers of the Company as the Authorized Persons shall from time to time designate, and any employees or agents (including counsel) designated by or directed by any such officers, be, and each hereby is, authorized and empowered, in the name and on behalf of the Company, to execute and file all petitions, schedules, motions, lists, applications, pleadings and other papers, and to take and perform any and all further acts and deeds which he or she deems necessary, proper or desirable in connection with the Chapter 11 Case, with a view to the successful prosecution of such case.

RESOLVED, that each Authorized Person, and such other officers of the Company as the Authorized Persons shall from time to time designate, be, and each hereby is, authorized and empowered, in the name and on behalf of the Company, to engage and retain all assistance by legal counsel, accountants, financial advisors, and other professionals in connection with the Chapter 11 Case, on such terms as such persons deem necessary, proper or desirable.

RESOLVED, that each Authorized Person, and such other officers of the Company as the Authorized Persons shall from time to time designate, and any employees or agents (including counsel) designated by or directed by any such officers, be, and each hereby is, authorized and empowered, in the name and on behalf of the Company, to cause the Company to enter into, execute, deliver, certify, file and/or record, and perform, such agreements, instruments, motions, affidavits, applications for approvals or ruling of governmental or regulatory authorities, certificates or other documents, and to take such other action, as in the judgment of such persons shall be or become necessary, proper and desirable in connection with the prosecution of the Chapter 11 Case.


RESOLVED, that each Authorized Person be, and each hereby is, authorized and empowered on behalf of and in the name of the Company, to execute such consents of the Company and take such other action, as such Authorized Person considers necessary, proper or desirable to effectuate these resolutions, such determination to be evidenced by such execution or the taking of such action.

RESOLVED, each Authorized Person, and such other officers of the Company as the Authorized Persons shall from time to time designate, be, and each hereby is, authorized and empowered, in the name and on behalf of the Company, as the case may be, to (and any such actions heretofore taken by any of them are hereby ratified, confirmed and approved in all respects): (i) negotiate, execute, deliver and/or file any and all of the agreements, documents and instruments referenced herein, and such other agreements, documents and instruments and assignments thereof as may be required or as such officers deem appropriate or advisable, or to cause the negotiation, execution and delivery thereof, in the name and on behalf of the Company, as the case may be, in such form and substance as such officers may approve, together with such changes and amendments to any of the terms and conditions thereof as such officers may

approve, with the execution and delivery thereof on behalf of the Company by or at the direction of such officers to constitute evidence of such approval, (ii) negotiate, execute, deliver and/or file, in the name and on behalf of the Company any and all agreements, documents, certificates, consents, filings and applications relating to the resolutions adopted and matters ratified or approved herein and the transactions contemplated thereby, and amendments and supplements to any of the foregoing, and to take such other actions as may be required or as such officers deem appropriate or advisable in connection therewith, and (iii) do such other things as may be required, or as may in their judgment be appropriate or advisable, in order to effectuate fully the resolutions adopted and matters ratified or approved herein and the consummation of the transactions contemplated thereby.

RESOLVED, that, any and all past actions heretofore taken by officers or directors of the Company in the name and on behalf of the Company in furtherance of any or all of the preceding resolutions be, and the same hereby are, ratified, confirmed, and approved.

IN WITNESS WHEREOF, I have set my hand this 14th day of February, 2008.

A handwritten signature in black ink, appearing to read "Michael Oyster", written over a horizontal line.

By: Michael Oyster

Title: Chief Executive Officer

United States Bankruptcy Court
District of Delaware

In re Charys Holding Company, Inc.

Debtor(s)

Case No. 08- ()

Chapter 11

CORPORATE OWNERSHIP STATEMENT (RULE 1007(a)(1))

Pursuant to Federal Rule of Bankruptcy Procedure 1007(a)(1) and 7007.1 and to enable the Judges to evaluate possible disqualification or recusal, the undersigned counsel for Charys Holding Company, Inc. in the above captioned action, certifies that the following is a (are) corporation(s), other than the debtor or a governmental unit, that directly or indirectly own(s) 10% or more of any class of the corporation's(s') equity interests, or states that there are no entities to report under FRBP 7007.1:

☒ None [Check if applicable]

Date

2/14/08


Mark D. Collins (#2981)

Richards, Layton & Finger P.A.
920 North King Street
Wilmington, DE 19801

Counsel for Charys Holding Company, Inc.

IN THE UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE

<p>In re</p> <p>CHARYS HOLDING COMPANY, INC.,</p> <p>Debtor.</p>	<p>-----X</p> <p>:</p> <p>:</p> <p>:</p> <p>:</p> <p>:</p> <p>:</p> <p>:</p> <p>:</p> <p>-----X</p>	<p>Chapter 11 Case No.</p> <p>_____ ()</p> <p>(Jointly Administered)</p>
--	---	---

LIST OF CREDITORS
HOLDING 20 LARGEST UNSECURED CLAIMS

The following is a list of creditors holding the 20 largest unsecured claims against the Debtor. This list has been prepared based upon the unaudited books and records of the Debtor. The list reflects amounts from the Debtor's books and records as of February 14, 2008. Except as set forth above, this list has been prepared in accordance with Rule 1007(d) of the Federal Rules of Bankruptcy Procedure. The list does not include (1) persons who come within the definition of "insider" set forth in 11 U.S.C. § 101, or (2) secured creditors unless the value of the collateral is less than the total amount of such creditor's claim. The information herein shall not constitute an admission of liability by, nor is it binding on, the Debtor. Moreover, nothing herein shall affect the Debtor's right to challenge the amount or characterization of any claim at a later date.

Name of Creditor	Complete Mailing Address of Creditor Including Zip Code	Nature of Claim (trade debt, bank loan, government contract, etc.)	Indicate if Claim is contingent, unliquidated, disputed or subject to set-off	Amount of Claim (If secured also state value of security)
The Bank of New York Trust Company, N A , as Trustee	DMG-GEO 101 Barclay Street New York, NY 10286 Attn: Corporate Trust Administration- Atlanta with a copy to: The Bank of New York Trust Company, N A 100 Ashford center North, Suite 520 Atlanta, GA 30338 Attn: Corporate Trust Department	Indenture Trustee for 8.75% Senior Convertible Notes due 2012 (the "Notes")	Not Applicable	\$201,000,000 (unsecured)
QVT Associates GP LLC QVT Financial LP QVT Fund LP	1177 Avenue of the Americas, 9th Floor New York, NY 10036	Note	Not Applicable	Holder of a portion of the Notes

Name of Creditor	Complete Mailing Address of Creditor Including Zip Code	Nature of Claim (trade debt, bank loan, government contract, etc.)	Indicate if Claim is contingent, unliquidated, disputed or subject to set-off	Amount of Claim (If secured also state value of security)
Morgan Stanley and Co. Inc	1585 Broadway, New York, NY 10036	Note	Not Applicable	Holder of a portion of the Notes
Aristeia International Limited Aristeia Partner LP Aristeia Special Investments Master LP	136 Madison Avenue, 3rd Floor New York, NY 10016	Note	Not Applicable	Holder of a portion of the Notes
JP Morgan Securities, Inc	277 Park Avenue, New York, NY 10072	Note	Not Applicable	Holder of a portion of the Notes
Highbridge Convertible Arbitrage Master Fund LP Highbridge International LLC	9 West 57th Street, 27th Floor New York, NY 10019	Note	Not Applicable	Holder of a portion of the Notes
Quattro Fund Ltd Quattro Multi Strategy Master Fund LP	546 Fifth Avenue, 19th Floor New York, NY 10036	Note	Not Applicable	Holder of a portion of the Notes
TQA Master Fund Ltd TQA Master Plus Fund Ltd TQA Special Opportunities Master Fund Ltd Institutional Benchmark Master Fund LDG Limited	333 Ludlow Street, Stamford, CT 06902	Note	Not Applicable	Holder of a portion of the Notes
Ionic Capital Master Fund Ltd ICM Business Trust	366 Madison Avenue, 9th Floor, New York, NY 10017	Note	Not Applicable	Holder of a portion of the Notes
Tenor Opportunity Master Fund Ltd National Bank of Canada	1180 Avenue of the Americas, Suite 1940 New York, NY 10036	Note	Not Applicable	Holder of a portion of the Notes
EBF	601 Carlson Pkwy, Suite 200 Minnetonka, MN 55305	Note	Not Applicable	Holder of a portion of the Notes
AQR	Two Greenwich Plaza, 1st Floor Greenwich, CT 06830	Note	Not Applicable	Holder of a portion of the Notes
Enable Growth Partners, LP Enable Opportunity Partners, LP	One Ferry Bldg, Suite 255 San Francisco, CA 94111	Note	Not Applicable	Holder of a portion of the Notes